

**EXHIBIT A**  
**Proposed Order**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re

PEAR THERAPEUTICS, INC., *et al.*<sup>1</sup>

Debtors.

Chapter 11

Case No. 23-10429 (TMH)  
(Jointly Administered)

**ORDER AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY  
CONTRACTS *NUNC PRO TUNC* TO APRIL 7, 2023**

Upon the *Motion of the Debtors for Entry of an Order Authorizing the Debtors to Reject Certain Executory Contracts Nunc Pro Tunc to April 7, 2023* (the “Motion”);<sup>2</sup> and upon the *Declaration of Christopher Guiffre in Support of the Omnibus Motion of the Debtors to Reject Certain Executory Contracts Nunc Pro Tunc to April 7, 2023* (the “Guiffre Declaration”); and the Court finding that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (c) venue of this proceeding and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and (d) the Court may enter a final order consistent with Article III of the United States Constitution; and upon the record herein; and after due deliberation thereon; and it appearing that sufficient notice of the Motion has been given and that no other further notice is necessary; and good cause appearing therefor, it is hereby,

**ORDERED THAT:**

1. The Motion is GRANTED as set forth herein.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are: Pear Therapeutics, Inc. (3092) and Pear Therapeutics (US), Inc. (7074). The Debtors’ corporate headquarters are located at 200 State Street, 13<sup>th</sup> Fl., Boston, MA 02109.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

2. The executory contracts identified on **Exhibit 1** hereto, including all attendant and ancillary agreements and all modifications and extension agreements with respect thereto, are hereby rejected effective as of April 7, 2023.

3. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any appropriate party in interest's rights to dispute the amount of, basis for, or validity of any claim against the Debtors; (iii) a waiver of any claims or causes of action which may exist against any creditor or interest holder; (iv) an admission that a contract is, in fact, executory or (v) an approval, assumption, or adoption of any agreement, contract, lease, program, or policy between the Debtors and any third party under section 365 of the Bankruptcy Code.

4. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

5. This Order is effective immediately upon its entry.

6. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

**SCHEDULE 1**  
**Rejected Contracts**

<b>Contract Counterparty</b>	<b>Counterparty Address</b>	<b>Title and Date of Contract<sup>1</sup></b>
Definitive Healthcare LLC (formerly Monocl AB)	492 Old Connecticut Path, Suite 401 Framingham, MA 01701	Order Form Executed: July 29, 2021
Entrée Health LLC	200 Varick Street New York, NY 10014	Master Services Agreement Effective: November 23, 2021
Gordon Kass	16383 Aztec Ridge Drive, Los Gatos, CA 95030	Separation Agreement Executed: February 24, 2022
Hannaford & Dumas, Inc.	26 Conn Street Woburn, MA 01801	Master Services Agreement Effective: January 1, 2020
HealthVerity, Inc.	1818 Market Street, Suite 700 Philadelphia, PA 19103	Marketplace Subscription Agreement Effective: May 2, 2022
HealthVerity, Inc.	1818 Market Street, Suite 700 Philadelphia, PA 19103	Service and License Agreement Effective: January 28, 2020
Komodo Health, Inc.	680 Folsom Street, Floor 5 San Francisco, CA 94017	Master Services Agreement Executed: April 23, 2021
LabCorp Drug Development Inc. (formerly Covance Market Access Services, Inc.)	206 Carnegie Center Princeton, NJ 08540	Master Services Agreement Effective: January 29, 2020
LinkedIn Corporation	1000 West Maude Avenue Sunnyvale, CA 94085	Order Form Effective: January 18, 2022
Medscape, LLC	283-299 Market Street (2 Gateway Building), 4th Floor, Newark, NJ 07102	Educational Grant Agreement Effective: June 14, 2022
MultiMedia Medical LLC	2 Clarke Drive, Suite 100 Cranbury, NJ 08512	Master Services Agreement Effective: February 23, 2022
Palantir Technologies Inc.	1555 Blake Street, Suite 250 Denver, CO 80202	Palantir Master Subscription Agreement

<sup>1</sup> References to Contracts described herein include all amendments, modifications, supplements, work orders, statements of work, exhibits and any other operative documents related to such Contracts.

<b>Contract Counterparty</b>	<b>Counterparty Address</b>	<b>Title and Date of Contract<sup>1</sup></b>
		Effective: June 17, 2021
Q2i, LLC	339 Bolyston Street, 6 <sup>th</sup> Floor Boston, MA 02116	Subcontract Agreement Effective: September 16, 2022
State of California, Department of Health Care Services	1501 Capitol Avenue, MS 4200, Sacramento, CA 95826	Contractor Standard Agreement - No. 22-20180 Executed: December 6, 2022
Tremendous, Inc.	228 Park Avenue South #62949, New York, NY 10003	Master Services Agreement for the Tremendous Service  Effective: October 26, 2022
TTEC Government Solutions, LLC	9197 South Peoria Street, Englewood, CO 80112	Master Services Agreement  Effective: October 31, 2022
TTEC Government Solutions, LLC	9197 South Peoria Street, Englewood, CO 80112	Amended and Restated Work Order #1  Effective: December 6, 2022